

Whistleblower Policy

Purpose:

This document is Sexual Health Information Networking and Education South Australia (SHINE SA) Limited's Whistleblower Policy and has been prepared for Whistleblowers that make a Protected Disclosure (see definition section for "Protected Disclosure").

SHINE SA is committed to fostering a culture of ethical behaviour and good corporate governance. SHINE SA will not tolerate any corrupt, illegal or other undesirable conduct nor condone victimisation of an individual who intends to report or has reported such conduct as a Protected Disclosure in accordance with this Policy.

The objectives of this Whistleblower Policy are to:

- ensure any reports of wrong doing ("Reportable Conduct" - see definition section) are dealt with appropriately;
- provide Whistleblowers with a clear understanding of how allegations will be handled;
- protect Whistleblowers from victimisation and retaliation;
- support Whistleblowers throughout the reporting process;
- afford natural justice and procedural fairness to anyone who is the subject of an allegation of Reportable Conduct.

To support its stated objectives, this Policy provides a framework for Whistleblowers to make a Protected Disclosure by:

- a) providing reasonable protections for a Whistleblower who, acting honestly with genuine or reasonable belief that the information in the allegation is true or likely to be true, raises concerns about Reportable Conduct (see section 4 of this Policy for examples); and
- b) ensuring allegations of Reportable Conduct are properly and lawfully investigated and addressed.

Nothing in this Policy restricts a Whistleblower from making disclosures otherwise allowed by relevant law or from seeking independent legal advice

Scope:

This Whistleblower Policy ("Policy") details the framework for receiving, investigating and addressing allegations of Reportable Conduct (see section 4 for the definition of "Reportable Conduct") where that Reportable Conduct concerns the activities of SHINE SA or current and former directors, officers, agents, employees and contractors. If this Policy differs from applicable law, SHINE SA will apply whichever is more stringent.

Responsibility:

The Chief Executive Officer is responsible for overseeing the implementation of this Policy.

This Policy will be made available on SHINE SA's Internet and Intranet pages.

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Definitions:

“Protected Disclosure” means a report of Reportable Conduct by a Whistleblower in accordance with this Policy.

1. Protection for Whistleblowers

1.1. Whistleblowers are also entitled to protection in accordance with this Policy and under all relevant laws including Part 9.4AAA of the Corporations Act 2001.

1.2. To be protected under this Policy, a Whistleblower must:

1.2.1. be acting honestly with genuine or reasonable belief that the information in the allegation is true or likely to be true;

1.2.2. make the disclosure in accordance with this Policy; and

1.2.3. not themselves have engaged in serious misconduct or illegal conduct in relation to the Reportable Conduct.

1.3. In circumstances where, for any reason, the identity of the Whistleblower is known outside of the investigation process, SHINE SA will take reasonable steps to protect the Whistleblower from retaliatory or discriminatory action where it has sufficient authority to do so.

1.4. A Whistleblower who makes a Protected Disclosure will not be subject to criminal, civil and/or administrative liability (including disciplinary action) by SHINE SA and no contractual or other remedy or right may be enforced or exercised against the Whistleblower on the basis of the Protected Disclosure. However, this does not prevent the person being subject to civil, criminal or administrative liability because of the conduct of the person revealed by the Protected Disclosure.”

“Reportable Conduct” means any conduct in relation to SHINE SA or its related body corporates that the Whistleblower has reasonable grounds to suspect concerns misconduct or an improper state of affairs or circumstances including:

- dishonest, corrupt or illegal activities;
- theft, fraud, money laundering or misappropriation;
- offering or accepting a bribe; or
- any cover-up or attempt to cover up a serious wrongdoing.

Reportable Conduct does not generally include personal work related grievances being information that concerns a grievance about any matter in relation to the discloser's employment, or former employment, having (or tending to have) implications for the discloser personally and does not have significant implications for SHINE SA or concern conduct, or alleged conduct of SHINA SA.

“Whistleblower” means the following eligible persons entitled to make a Protected Disclosure:

- SHINE SA employees, officers and their relatives or dependents;
- suppliers of goods or services to SHINE SA including their employees; and
- any other person prescribed by law.

Procedures:

1. Making a Report

A Protected Disclosure may be made using the reporting channels outlined below.

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1.1. Whistleblowers Protection Officer

All Whistleblowers can report misconduct by contacting SHINE SA's **Whistleblower Protection Officer (WPO)**:

- SHINE SA's independent Auditor, **Matt O'Connor CA**, Partner - Audit and Assurance Services, Nexia Edwards Marshall:
 - Level 3 153 Flinders Street Adelaide SA 5000, post, GPO Box 2163 Adelaide SA 5001
 - phone +61 8 8139 1111, direct +61 8 8139 1243
 - email: moconnor@nexiaem.com.au

1.2. SHINE SA's Whistleblower Protection Officers (WPO)

Each WPO is appointed by the Board of SHINE SA to:

- safeguard the interests of a Whistleblower;
- assess the immediate welfare and protection needs of a Whistleblower and, where the Whistleblower is an employee, seek to foster a supportive work environment;
- respond as appropriate and necessary to any concerns or reports of victimisation by a Whistleblower.

1.3. Consequences of making a false report

Anyone who knowingly makes a false report of Reportable Conduct, or who otherwise fails to act honestly with reasonable belief in respect of the report may be subject to disciplinary action, including dismissal (in the case of employees) or professional conduct sanction (in the case of members). The disciplinary action or sanction will depend on the severity, nature and circumstance of the false report.

2. Confidentiality and Privacy

SHINE SA will make all reasonable efforts to ensure the identity of a Whistleblower remains confidential throughout the investigation process. SHINE SA will not disclose a Whistleblower's identity unless:

- the Whistleblower consents to the disclosure of their identity;
- disclosure of the Whistleblower's identity is compelled by law;
- disclosure is necessary to prevent a serious threat to any person's health or safety; or
- it is necessary to protect or enforce SHINE SA's legal rights or interests or to defend any claims.

Whistleblowers can report anonymously. Any supervisor or manager who receives a Whistleblower report must not disclose that report to anyone other than a WPO. Unauthorised disclosure of the Whistleblower's identity or information from which the identity of the Whistleblower could be inferred will be regarded as a disciplinary matter and will be dealt with in accordance with disciplinary procedures.

SHINE SA will protect Whistleblower's including their identity by:

- limiting access to information regarding the Whistleblower's report to WPO's and investigators;
- securely storing information relating to the Whistleblower's report offsite at the Auditor Officers;
- using a pseudonym where appropriate; and
- provide internal training and awareness where appropriate to WPO's and Management.

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A Whistleblower must keep all information relating to any allegation confidential at all times, both during any investigation process and following any resolution of an allegation.

3. Investigation

A Whistleblower's report may only be investigated and acted upon following referral to a WPO. Any other person (such as a supervisor or manager) who receives a report of Reportable Conduct must immediately refer it to a WPO, take no further action and keep the report confidential.

Once received, all allegations of Reportable Conduct pursuant to this Policy must be referred to the WPOs and include, at a minimum, the following details:

- the date the Whistleblower made the report;
- the date and substance of the Reportable Conduct;
- the identity and level of seniority of the alleged wrongdoer;
- the level of risk associated with the alleged wrongdoing.

The WPOs will determine whether sufficient information exists to allow the report(s) to be investigated, whether an investigation is required, and, if so, determine the appropriate investigation process, including:

- the nature and scope of the investigation;
- who will conduct the investigation and whether that person should be external to SHINE SA;
- the nature of any technical, financial or legal advice that may be required;
- a timeframe for the investigation (having regard to the allocated level of risk).

The Whistleblower will, if SHINE SA and the WPO deem it appropriate and permissible to do so, be informed on a continuing basis as to the nature and progress of the investigation.

SHINE SA may be required to refer an allegation of Reportable Conduct to the Police or other agency (e.g. the Australian Securities and Investments Commission (ASIC) or the Australian Charities and Not-for-profit Commission (ACNC)). In such circumstances, SHINE SA may not be able to keep a Whistleblower informed on the progress of a Protected Disclosure.

SHINE SA will ensure the fair treatment of employees mentioned or implicated in a report from a Whistleblower. Procedure fairness and natural justice principles will be observed, including the presumption of innocents, and maintained throughout the investigation.

3.1 Investigation Findings

SHINE SA will apply principles of procedural fairness and natural justice to the conduct of any investigation and resultant findings arising under this Policy. The person leading any investigation will report their findings to the relevant WPO and advise the recommended course of action (if any) that SHINE SA should take in response to the findings. Such action may include a disciplinary process or another form of escalation of the report within or outside of the SHINE SA.

A WPO and the Board Chair will determine the action (if any) to be taken. If appropriate, and subject to any applicable confidentiality, privacy or legal constraints, the WPO may notify the Whistleblower of the conclusion of the investigation and the action taken.

3.2 Record Keeping and Accountability

SHINE SA's Director Corporate Services is the officer responsible for:

- a) establishing and maintaining the Whistleblower framework;
- b) generating and distributing the Whistleblower service details to the WPOs;

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c) communicating this Policy and the Whistleblower Service details to SHINE SA staff members and others; and

d) otherwise ensuring maintenance and adherence to this Policy.

The WPO will establish and maintain a record of all reports of Reportable Conduct received, the investigation process undertaken and any actions taken to resolve the matter (“Whistleblower Register”).

The Board Chair shall periodically review the Whistleblower Register to ensure that proper processes are being followed.

3.3 Victimization / Detriment

SHINE SA is committed to ensuring that any person who reports Reportable Conduct, acts as a witness or participates in any way with respect to a report of Reportable Conduct is not subject to any detriment by making a Protected Disclosure including but not limited to dismissal of employment, disadvantage to employment, discrimination, harm or any other damage. SHINE SA will thoroughly investigate reports of victimisation and conduct that causes detriment. If proven, person that engages in conduct that causes a detriment to a Whistleblower may be subject to disciplinary action and also may be subject to civil and criminal liability under relevant laws.

3.4 Support

The WPO can initiate or coordinate support for employees who have or are in the process of making a report. Support is also available for any employees implicated in a report.

As a first step, employees can contact SHINE SA’s employee assistance provider: LifeWorks - **Australia 1300 361 008.**

4. POLICY REVIEW AND AMENDMENT

Board and Finance, Audit and Risk Committee of SHINE SA will monitor and annually review this Policy. This Policy can only be amended with the approval of the Board of SHINE SA.

Any amendments to this Policy shall be effected by the posting of an updated version of the document on SHINE SA’s website.

Approving Authority			
Original issue date:	17 Dec 2019 (EMT)	Change in Auditor 19/2/21, update made to 1.1 of the Policy.	
Current Approval Date:	25/05/2020	Due for review:	25/05/2023
Document owner (role)	Director Corporate Services		
Endorsing committee:	Board 30 March 2020	Date: 30 March 2020	
Board approval date (if required): 30 March 2020			
Position: Board Chair / CEO			Date: 30 March 2020